

EXHIBIT D

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

LEHMAN BROTHERS
HOLDINGS, INC., et al.,

Debtors

Case No. 08-13555

Chapter 11

Jointly Administered

**NOTICE AND EVIDENCE OF PARTIAL TRANSFER OF
CLAIM PURSUANT TO RULE 3001(e)**

PLEASE TAKE NOTICE that \$2,076,758.20 of the claim against Lehman Brothers Special Financing Inc. set forth below (such portion being the "Transferred Claim"), of **Citigroup Financial Products Inc.** ("Assignor") filed as an original or amended Proof of Claim against the Debtor(s):

Proof of Claim Amount	Proof of Claim No.
\$2,076,758.20	66653

has been transferred and assigned to **Long Beach Holdings, L.L.C.** ("Assignee"). The signature of Assignor on this document is evidence of the transfer of \$2,076,758.20 of the claim and all rights thereto.

Assignor hereby waives any notice or hearing requirements imposed by Rule 3001 of the Bankruptcy Rules, and stipulates that an order may be entered recognizing this Assignment as an unconditional assignment and the Assignee herein as the valid owner of the Transferred Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect of the Transferred Claim to the Assignee.

Assignor:
CITIGROUP FINANCIAL PRODUCTS INC.

Assignee:
LONG BEACH HOLDINGS, L.L.C.

By: Farallon Capital Management, L.L.C., its Manager

Address: 1615 Brett Road, Bldg. 3
New Castle, DE 19720

Address: One Maritime Plaza, Suite 2100
San Francisco, CA 94111

By: 

Name: Brian S. Broyles
Title: Authorized Signatory
Date

By: _____

Name:
Title:
Date

EXHIBIT D

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

LEHMAN BROTHERS
HOLDINGS, INC., et al.

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Assignor:
CITIGROUP FINANCIAL PRODUCTS INC.

Assignee:
LONG BEACH HOLDINGS, L.L.C.

By: Farallon Capital Management, L.L.C., its Manager

Address: 1615 Brett Road, Bldg. 3
New Castle, DE 19720

Address: One Maritime Plaza, Suite 2100
San Francisco, CA 94111

By: _____

Name:
Title:
Date

By: _____

Name:
Title:
Date

Michael G. Linn
Managing Member

7118114

EXHIBIT E

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

LEHMAN BROTHERS
SPECIAL FINANCING

Debtors

Case No. 08-13555

Chapter 11

Jointly Administered

**NOTICE AND EVIDENCE OF PARTIAL TRANSFER OF
CLAIM PURSUANT TO RULE 3001(e)**

PLEASE TAKE NOTICE that \$8,080,561.35 of the claim set forth below (the "Transferred Claim"), of **Citigroup Financial Products Inc.** ("Assignor") filed as an original or amended Proof of Claim against the Debtor(s):

Proof of Claim Amount	Proof of Claim No.
\$8,080,561.35	20148

has been transferred and assigned to **Long Beach Holdings, L.L.C.** ("Assignee"). The signature of Assignor on this document is evidence of the transfer of \$8,080,561.35 of the claim and all rights thereto.

Assignor hereby waives any notice or hearing requirements imposed by Rule 3001 of the Bankruptcy Rules, and stipulates that an order may be entered recognizing this Assignment as an unconditional assignment and the Assignee herein as the valid owner of the Transferred Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect of the Transferred Claim to the Assignee.

Assignor:
CITIGROUP FINANCIAL PRODUCTS INC.

Assignee:
LONG BEACH HOLDINGS, L.L.C.

By: Farallon Capital Management, L.L.C., its Manager

Address: 1615 Brett Road, Bldg 3
New Castle, DE 19720

Address: One Maritime Plaza, Suite 2100
San Francisco, CA 94111

By: 

Name: Brian S. Broyles
Title: Authorized Signatory
Date

By: _____

Name: _____
Title: _____
Date

EXHIBIT E

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

LEHMAN BROTHERS
SPECIAL FINANCING

Debtors

Case No. 08-13555

Chapter 11

Jointly Administered

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Assignor:
CITIGROUP FINANCIAL PRODUCTS INC.

Assignee:
LONG BEACH HOLDINGS, L.L.C.

By: Farallon Capital Management, L.L.C., its Manager

Address: 1615 Brett Road, Bldg. 3
New Castle, DE 19720

Address: One Maritime Plaza, Suite 2100
San Francisco, CA 94111

By: _____

Name:

Title:

Date

By: _____

Name:

Title:

Date

Michael G. Linn
Managing Member

7/18/14

EXHIBIT B-1

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

LEHMAN BROTHERS
SPECIAL FINANCING

Debtors

Case No. 08-13555

Chapter 11

Jointly Administered

**NOTICE AND EVIDENCE OF PARTIAL TRANSFER OF
CLAIM PURSUANT TO RULE 3001(e)**

PLEASE TAKE NOTICE that \$6,952,687.45 of the claim set forth below (the "Transferred Claim"), of **Citigroup Financial Products Inc.** ("Assignor") filed as an original or amended Proof of Claim against the Debtor(s):

Proof of Claim Amount	Proof of Claim No.
\$6,952,687.45	66382

has been transferred and assigned to **Long Beach Holdings, L.L.C.** ("Assignee"). The signature of Assignor on this document is evidence of the transfer of \$6,952,687.45 of the claim and all rights thereto.

Assignor hereby waives any notice or hearing requirements imposed by Rule 3001 of the Bankruptcy Rules, and stipulates that an order may be entered recognizing this Assignment as an unconditional assignment and the Assignee herein as the valid owner of the Transferred Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect of the Transferred Claim to the Assignee.

Assignor:
CITIGROUP FINANCIAL PRODUCTS INC.

Address: 1615 Brett Road, Bldg. 3
New Castle, DE 19720

By: 

Name:
Title: Brian S. Broyles
Date: Authorized Signatory

Assignee:
LONG BEACH HOLDINGS, L.L.C.

By: Farallon Capital Management, L.L.C., its Manager

Address: One Maritime Plaza, Suite 2100
San Francisco, CA 94111

By: _____

Name:
Title:
Date:

EXHIBIT B-1

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

LEHMAN BROTHERS
SPECIAL FINANCING

Debtors

Case No. 08-13555

Chapter 11

Jointly Administered

**NOTICE AND EVIDENCE OF PARTIAL TRANSFER OF
CLAIM PURSUANT TO RULE 3001(e)**

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Proof of Claim Amount	Proof of Claim No.
\$6,952,687.45	66382

has been transferred and assigned to **Long Beach Holdings, L.L.C.** ("Assignee"). The signature of Assignor on this document is evidence of the transfer of \$6,952,687.45 of the claim and all rights thereto.

Assignor hereby waives any notice or hearing requirements imposed by Rule 3001 of the Bankruptcy Rules, and stipulates that an order may be entered recognizing this Assignment as an unconditional assignment and the Assignee herein as the valid owner of the Transferred Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect of the Transferred Claim to the Assignee.

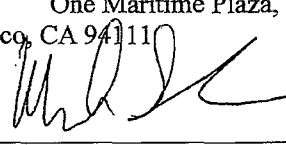
Assignor:
CITIGROUP FINANCIAL PRODUCTS INC.

Address: 1615 Brett Road, Bldg. 3
New Castle, DE 19720

By: _____
Name:
Title:
Date:

Assignee:
LONG BEACH HOLDINGS, L.L.C.
By: Farallon Capital Management, L.L.C., its Manager

Address: One Maritime Plaza, Suite 2100
San Francisco, CA 94111

By: 
Name:
Title:
Date: **Michael G. Linn**
Managing Member
7/18/14

Execution Copy

EXHIBIT D

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

LEHMAN BROTHERS
SPECIAL FINANCING

Debtors

Case No. 08-13555

Chapter 11

Jointly Administered

**NOTICE AND EVIDENCE OF PARTIAL TRANSFER OF
CLAIM PURSUANT TO RULE 3001(e)**

PLEASE TAKE NOTICE that \$806,993.00 of the claim set forth below (the "Transferred Claim"), of **Citigroup Financial Products Inc.** ("Assignor") filed as an original or amended Proof of Claim against the Debtor(s):

Proof of Claim Amount	Proof of Claim No.
\$806,993.00	26201

has been transferred and assigned to **Long Beach Holdings, L.L.C.** ("Assignee"). The signature of Assignor on this document is evidence of the transfer of \$806,993.00 of the claim and all rights thereto.

Assignor hereby waives any notice or hearing requirements imposed by Rule 3001 of the Bankruptcy Rules, and stipulates that an order may be entered recognizing this Assignment as an unconditional assignment and the Assignee herein as the valid owner of the Transferred Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect of the Transferred Claim to the Assignee.

Assignor:
CITIGROUP FINANCIAL PRODUCTS INC.

Assignee:
LONG BEACH HOLDINGS, L.L.C.

By: Farallon Capital Management, L.L.C., its Manager

Address: 1615 Brett Road, Bldg. 3
New Castle, DE 19720

Address:
One Maritime Plaza, Suite 2100
San Francisco, CA 94111

By: 

Name: Brian S. Broyles
Title: Authorized Signatory
Date: _____

By: _____

Name: _____
Title: _____
Date: _____

Execution Copy

EXHIBIT D

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

LEHMAN BROTHERS
SPECIAL FINANCING

Debtors

Case No. 08-13555

Chapter 11

Jointly Administered

**NOTICE AND EVIDENCE OF PARTIAL TRANSFER OF
CLAIM PURSUANT TO RULE 3001(e)**

PLEASE TAKE NOTICE that \$806,993.00 of the claim set forth below (the "Transferred Claim"), of **Citigroup Financial Products Inc.** ("Assignor") filed as an original or amended Proof of Claim against the Debtor(s):

Proof of Claim Amount	Proof of Claim No.
\$806,993.00	26201

has been transferred and assigned to **Long Beach Holdings, L.L.C.** ("Assignee"). The signature of Assignor on this document is evidence of the transfer of \$806,993.00 of the claim and all rights thereto.

Assignor hereby waives any notice or hearing requirements imposed by Rule 3001 of the Bankruptcy Rules, and stipulates that an order may be entered recognizing this Assignment as an unconditional assignment and the Assignee herein as the valid owner of the Transferred Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect of the Transferred Claim to the Assignee.

Assignor:
CITIGROUP FINANCIAL PRODUCTS INC.

Assignee:
LONG BEACH HOLDINGS, L.L.C.

By: Farallon Capital Management, L.L.C., its Manager

Address: 1615 Brett Road, Bldg. 3
New Castle, DE 19720

Address:
One Maritime Plaza, Suite 2100
San Francisco, CA 94111

By: _____
Name:
Title:
Date:

By: _____
Name:
Title:
Date:

Michael G. Linn
Managing Member

7/18/14

EXHIBIT A

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: United States Bankruptcy Court Southern District of New York Attn: Clerk

AND TO: LEHMAN BROTHERS SPECIAL FINANCING, INC. ("Debtor")
Case No. 08-13555 (the "Case")

Claim # 17720

CITIGROUP FINANCIAL PRODUCTS INC. ("Seller"), for good and valuable consideration the receipt and sufficiency of which is hereby acknowledged, does hereby unconditionally and irrevocably sell, transfer and assign unto:

LONG BEACH HOLDINGS, L.L.C.

One Maritime Plaza, Suite 2100

San Francisco, CA 94111

its successors and assigns ("Buyer"), all of Seller's rights, title and interest in and to Proof of Claim No. 17720, solely to the extent of \$7,083,000.00, against the Debtor and filed in the Case (the "Claim").

Seller hereby waives any objection to the transfer of the Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges, understands and agrees, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Claim and recognizing the Buyer as the sole owner and holder of the Claim.

You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Partial Transfer of Claim by its duly authorized representative dated _____, 2014.

Assignor:

CITIGROUP FINANCIAL PRODUCTS INC.

By: 

Name:

Title: Brian S. Broyles
Authorized Signatory

Assignee:

LONG BEACH HOLDINGS, L.L.C.

By: Farallon Capital Management, L.L.C., its
Manager

By: _____

Name:

Title:

EXHIBIT A

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: United States Bankruptcy Court Southern District of New York Attn: Clerk

AND TO: LEHMAN BROTHERS SPECIAL FINANCING, INC. ("Debtor")
Case No. 08-13555 (the "Case")

Claim # 17720

CITIGROUP FINANCIAL PRODUCTS INC. ("Seller"), for good and valuable consideration the receipt and sufficiency of which is hereby acknowledged, does hereby unconditionally and irrevocably sell, transfer and assign unto:

LONG BEACH HOLDINGS, L.L.C.

One Maritime Plaza, Suite 2100

San Francisco, CA 94111

its successors and assigns ("Buyer"), all of Seller's rights, title and interest in and to Proof of Claim No. 17720, solely to the extent of \$7,083,000.00, against the Debtor and filed in the Case (the "Claim").

Seller hereby waives any objection to the transfer of the Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges, understands and agrees, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Claim and recognizing the Buyer as the sole owner and holder of the Claim.

You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Partial Transfer of Claim by its duly authorized representative dated _____, 2014.

Assignor:

CITIGROUP FINANCIAL PRODUCTS INC.

By: _____

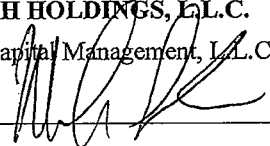
Name:

Title:

Assignee:

LONG BEACH HOLDINGS, L.L.C.

By: Farallon Capital Management, L.L.C., its
Manager

By:  _____

Name:

Title:

**Michael G. Linn
Managing Member**